

**UNITED STATES DISTRICT COURT  
DISTRICT OF DELAWARE**

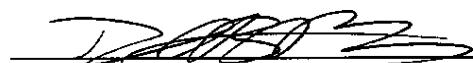
|  |   |                               |
|--|---|-------------------------------|
| <b>In re:</b>  | : | X                             |
| <b>USG CORPORATION, et al.,</b>  | : | <b>Chapter 11</b>             |
|  | : |                               |
| <b>Debtors.</b>  | : | <b>Case No. 01-2094 (JKF)</b> |
|  | : | <b>(Jointly Administered)</b> |
| <b>USG CORPORATION, et al.,</b>  | : | X                             |
|  | : |                               |
| <b>Movants,</b>  | : |                               |
|  | : |                               |
| <b>v.</b>  | : | <b>C.A. No. 04-1559 (JFC)</b> |
|  | : | <b>C.A. No. 04-1560 (JFC)</b> |
| <b>OFFICIAL COMMITTEE OF<br/>ASBESTOS PERSONAL INJURY<br/>CLAIMANTS, et al.,</b> | : |                               |
|  | : |                               |
| <b>Respondents.</b>  | : |                               |
|  | : | X                             |

**MOTION AND ORDER FOR ADMISSION PRO HAC VICE**

I, Daniel B. Butz, Esquire, a member of the bar of this Court, pursuant to Bankruptcy Court Local Rule 83.5, moves the admission *pro hac vice* of Peter M. Friedman (the "Admittee"), of Weil, Gotshal & Manges LLP, 1501 K Street, N.W., Suite 100, Washington, D.C. 20005, to represent the Statutory Committee of Equity Security Holders in the above-captioned cases. The Admittee is admitted, practicing and in good standing in the state of Illinois and Washington, D.C., the United States District Court for Washington, D.C., the United States Court of Appeals for the Third, Fifth and Seventh Circuits, and the United States Supreme Court.

Dated: Wilmington, Delaware  
August 30, 2005

MORRIS, NICHOLS, ARSHT & TUNNELL



Robert J. Dehney (No. 3578)

Daniel B. Butz (No. 4227)

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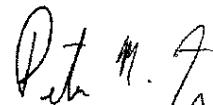
Facsimile: (302) 658-3989

Proposed Counsel to Statutory Committee of  
Equity Security Holders

**CERTIFICATION BY COUNSEL TO BE ADMITTED PRO HAC VICE**

Pursuant to Local Rule 83.5, I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing in the jurisdictions shown in the paragraph above, and pursuant to Local Rule 83.6 submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of this action. I also certify that I am generally familiar with this Court's Local Rules and with Standing Order for District Court Fund effective January 1, 2005. I further certify that the annual fee of \$25.00 has been paid to the Clerk of Court for the District Court.

Dated: August 26, 2005



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Peter M. Friedman, Esquire  
Weil, Gotshal & Manges LLP  
1501 K Street, N.W., Suite 100  
Washington, D.C. 20005  
Telephone: (202) 682-7000  
Facsimile: (202) 857-0939

MOTION GRANTED.

BY THE COURT:

Date: \_\_\_\_\_

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United States Bankruptcy Judge